

RESOLUTION NO. ____

RESOLUTION OF THE BOARD OF SUPERVISORS OF THE COUNTY OF SAN DIEGO APPROVING THE ISSUANCE BY THE CALIFORNIA ENTERPRISE DEVELOPMENT AUTHORITY OF ITS REVENUE OBLIGATIONS FOR THE BENEFIT OF NORTH COUNTY HEALTH PROJECT INCORPORATED IN AN AGGREGATE AMOUNT NOT TO EXCEED \$9,000,000 FOR THE PURPOSE OF FINANCING AND REFINANCING THE COST OF THE ACQUISITION, CONSTRUCTION, INSTALLATION, EQUIPPING AND FURNISHING OF CERTAIN PROPERTY, PROVIDING THE TERMS AND CONDITIONS FOR SUCH OBLIGATIONS AND OTHER MATTERS RELATING THERETO.

WHEREAS, North County Health Project Incorporated, a nonprofit public benefit corporation under the laws of the State of California (the “Borrower”), has requested that the California Enterprise Development Authority (the “Authority”) issue, from time to time, pursuant to a plan of finance, its tax-exempt and/or taxable revenue obligations in an aggregate principal amount not to exceed \$9,000,000 (the “Obligations”) for the benefit of the Borrower, pursuant to Chapter 5 of Division 7 of Title 1 of the Government Code of the State of California (the “State”) (commencing with Section 6500) (the “Act”) to (1) refinance the Borrower’s costs of acquisition, construction, installation, equipping and furnishing of an approximately 12,000 square foot health center located at 605 Crouch Street, Oceanside, California; (2) finance the acquisition of improved real property adjacent to the Borrower’s main healthcare care clinic located at 150 Valpreda Road, San Marcos, California, identified as San Marcos Town Center Pad G, Assessor’s Parcel No. 220-420-08, lot 8, which currently provides additional parking for the Borrower’s clients; and (3) finance the acquisition of approximately 1.75 acres of real property located at the intersection of 14th Street and Main Street in Ramona, California, identified as APN 281-190-1400 and 281-190-1500, for the future construction of a new healthcare clinic (collectively, the “Facilities”) and pay capitalized interest with respect to the Obligations and the costs of such financing; and

WHEREAS, the Borrower is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the “Code”) and will own and operate the Facilities in connection with its mission to improve the health care status of residents of in the county of San Diego; and

WHEREAS, the issuance of the Obligations must be approved by the governmental unit on behalf of which the Obligations are issued and a governmental unit having jurisdiction over the territorial limits in which the Facilities are located pursuant to the public approval requirement of Section 147(f) of the Code; and

WHEREAS, the Facilities are located within the territorial limits of the County of San Diego (the “County”) and the Board of Supervisors of the County (the “Board”) is the elected legislative body of the County; and

WHEREAS, the Authority and the Borrower have requested that the Board approve the issuance of the Obligations and the financing and refinancing of the Facilities with the proceeds

of the Obligations solely for purposes of complying with Section 147(f) of the Code and the Act, reflecting the additional use of the proceeds of the Obligations indicated above; and

WHEREAS, a public hearing was held by the Board on this February 2, 2016, at the meeting which commenced at the hour of 9:00 a.m., in the Board Chambers, 1600 Pacific Highway, Room 310, San Diego, California, following duly published notice thereof in a newspaper of general circulation in the County of San Diego, on January 19, 2016 and all persons desiring to be heard have been heard; and

WHEREAS, it is intended that this Resolution shall comply with the public approval requirements of Section 147(f) of the Code; provided, however, that this Resolution is neither intended to nor shall it constitute an approval by the Board of the Facilities for any other purpose, including, but not limited to, compliance with the California Environmental Quality Act (California Public Resources Code, Section 21100, et seq.) (“CEQA”);

NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED by the Board of Supervisors of the County of San Diego, State of California as follows:

Section 1. The Board hereby finds and determines that all of the recitals are true and correct. The Board hereby approves the issuance of the Obligations by the Authority which Obligations may be tax-exempt and/or taxable as approved by the Authority in its resolution, in an amount not to exceed \$9,000,000 to finance and refinance the cost of the Facilities. This resolution shall constitute “host” approval of the issuance of the Obligations within the meaning of Section 147(f) of the Code and shall constitute the approval of the issuance of the Obligations within the meaning of the Act; provided, however, that this Resolution shall not constitute an approval by the Board of Supervisors of the Facilities for any other purposes, including compliance thereof with CEQA, nor does it constitute an approval of the underlying credit or financial structure of the Obligations. The County shall not bear any responsibility for the issuance of the Obligations, the tax-exempt status of the Obligations, the repayment of the Obligations or any other matter related to the Obligations.

Section 2. All actions heretofore taken by the officers, employees and agents of the County with respect to the approval of the issuance of the Obligations are hereby approved, confirmed and ratified, and the officers and employees of the County and their authorized deputies and agents are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all certificates and documents which they or bond counsel may deem necessary or advisable in order to consummate the issuance of the Obligations and otherwise to effectuate the purposes of this Resolution.

Section 3. The adoption of this Resolution shall not obligate the County or any department thereof to (i) provide any financing for the Facilities; (ii) approve any application or request for or take any other action in connection with any planning approval, permit or other action necessary for the acquisition, rehabilitation or operation of the Facilities; or (iii) make any contribution or advance any funds whatsoever to the Authority.

Section 4. This Resolution shall take effect immediately upon its adoption.

APPROVED AS TO FORM AND LEGALITY
THOMAS E. MONTGOMERY, COUNTY COUNSEL

BY: RACHEL H. WITT, SENIOR DEPUTY